



---

**GAS INDUSTRY STANDARDS BOARD  
BYLAWS ADDENDUM**

**PIPELINE SEGMENT PROCEDURES**

August 18, 1997

**1.0 MEMBERSHIP REQUIREMENTS**

Membership in the Pipeline Segment of the Gas Industry Standards Board ("GISB") shall be open to any legal entity that meets the following requirements:

1.1 A Pipeline Segment Member must be a natural gas company as defined in the Natural Gas Act an intrastate pipeline within the definition of the Natural Gas Policy Act, or a comparable company authorized by a national, federal, state, or interprovincial regulatory agency to perform comparable natural gas transportation services, under the terms of an effective tariff for such services. However, no entity shall qualify for membership in the Pipeline Segment solely by virtue of authorization to perform natural gas, gathering, processing, marketing, sales for resale or local distribution services.

1.2 Each Pipeline Segment Member must have paid both its membership dues and its respective allocation of the Pipeline Segment budget deficit funding requirement as described in Item 6 of this Addendum.

**2.0 ELECTING DIRECTORS**

The Pipeline Segment shall be represented on the GISB Board of Directors by five (5) persons who shall be designated, from time to time, as required by Article 7.3 of the GISB Bylaws. Pipeline Segment Representatives on the GISB Board of Directors shall be appointed by the Board of Directors of the Interstate Natural Gas Association of America ("INGAA"), but qualified companies need not be members of INGAA to be appointed.

**3.0 ELECTING EXECUTIVE COMMITTEE MEMBERS**

The Pipeline Segment shall be represented on the GISB Executive Committee ("EC") by five (5) persons who shall be designated, from time to time, as required by Article 10.2 of the GISB Bylaws. Pipeline Segment Members of the GISB EC shall be appointed by the INGAA Board of Directors. The INGAA Board of Directors may appoint one of the five Pipeline Segment Representative on the Executive Committee as a chairperson to represent the Pipeline Segment on various GISB committees, subcommittees or task forces, as appropriate.



---

4.0 **DESIGNATED ALTERNATES FOR EXECUTIVE COMMITTEE MEMBERS**

The Pipeline Segment shall also be represented on the GISB EC by persons who shall be designated, from time to time, as Alternate Members, as provided in Article 10.4(h) of the GISB Bylaws. A reasonable number of Pipeline Segment Alternate Members of the EC shall be appointed by the INGAA Board of Directors. If an Alternate Member attends an EC meeting in place of an absent EC Member, the Alternate Member will have all voting rights of the EC member. However, if an Alternate member cannot attend a meeting, the EC member may execute a valid proxy as provided for in Article 10.4 (f) of the GISB Bylaws.

5.0 **REMOVAL, VACANCY, RESIGNATION OF DIRECTORS AND EXECUTIVE COMMITTEE MEMBERS**

In the event any Pipeline Segment Representative to the GISB Board of Directors or Executive Committee, after being duly selected in accordance with Item 2, 3, or 4 of this Addendum:

- a. is subject to removal in accordance with the GISB Bylaws; or,
- b. resigns from his or her representative position or from membership in GISB, as provided in the GISB Bylaws; or,
- c. becomes ineligible for membership in the Pipeline Segment as set forth in Item 1 of this Addendum; or,
- d. if the Pipeline Segment experiences a vacancy in its entitlement to representation on the GISB Board of Directors or Executive Committee for any other reason; then such vacancy shall be filled by action of the INGAA Board of Directors.

The INGAA Board of Directors may appoint a replacement in consultation with representatives and trade associations of pipeline member(s) of the Pipeline Segment.

6.0 **FUNDING PIPELINE SEGMENT PORTION OF GISB BUDGET DEFICIT**

The Pipeline Segment portion of the GISB Budget Deficit (as defined in Article VII of the GISB Certificate of Incorporation) shall be allocated among all Pipeline Segment Members of GISB, as follows: each Pipeline Segment Member of GISB shall contribute a proportionate share of Pipeline Segment's Budget Deficit funding requirement based upon the pipeline's size and revenue.

7.0 **AMENDMENTS TO SEGMENT PROCEDURES**



---

Amendments to these Pipeline Segment Procedures shall be subject to approval by the INGAA Board of Directors and may be based on recommendations by the Pipeline Segment Representative to the GISB Board of Directors, who may consult with representatives and trade associations of pipeline members of the Pipeline Segment.

#### 8.0 **COMMUNICATION OF MEETING NOTICES**

For issues specific to the Pipeline Segment, the Pipeline Segment shall rely on INGAA to communicate meeting notices. INGAA may also communicate notice of such meetings to its entire membership. Any interested INGAA member may attend the meetings as an observer. The GISB Executive Director shall communicate general GISB meeting notices to all members of the Pipeline Segment in accordance with Article VI of the GISB Certificate of Incorporation and Article 11.1 of the GISB Bylaws.